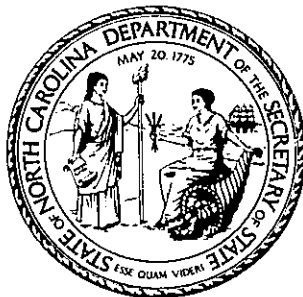




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Graham, Glenn, Crumpler
Box 2840 Habegger
W-S 27102

State of North Carolina

Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

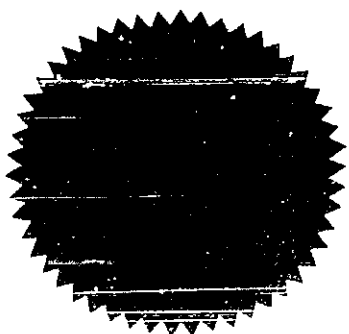
OF

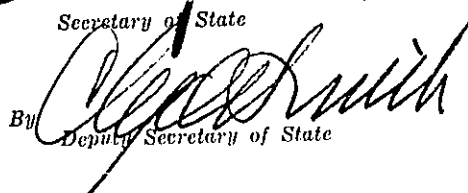
W & A CORPORATION

and the probates thereon, the original of which was filed in this office on the 17th day of April 1980, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 17th day of April in the year of our Lord 1980




Secretary of State
By 
Deputy Secretary of State

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ARTICLES OF INCORPORATION

THAL EURE
SECRETARY OF STATE
NORTH CAROLINA

OF

W & A CORPORATION

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation, for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina:

ARTICLE I.

The name of the corporation is W & A CORPORATION.

ARTICLE II.

The period of duration of the corporation is unlimited.

ARTICLE III.

The purposes for which the corporation is organized are:

(a) To engage in the business of operating an entertainment business and a confessionary; and

(b) To engage in any lawful act or activity for which corporations may be organized under Chapter 55 of the General Statutes of North Carolina.

ARTICLE IV.

The corporation shall have authority to issue One Hundred Thousand (100,000) shares of common stock at One and No/100 Dollar (\$1.00) par value.

ARTICLE V.

The minimum amount of consideration to be received by the corporation for its shares before it shall commence business is One Dollar (\$1.00) in cash or property of equivalent value.

ARTICLE VI.

The shareholders of the corporation shall have no preemptive right to acquire additional or treasury shares of the corporation.

ARTICLE VII.

The address of the initial registered office of the corporation in the State of North Carolina is 2860 Marguerite Drive, Winston-Salem, Forsyth County, North Carolina 27106, and the name of its initial registered agent at such address is Wesley J. Pack.

ARTICLE VIII.

The number of directors constituting the initial board of directors shall be one (1); and the name and address of the person who is to serve as director until the first meeting of shareholders or until his successor be elected and qualify, is:

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Wesley J. Pack
2860 Marguerite Drive
Winston-Salem, North Carolina 27106

ARTICLE IX.

The name and address of the incorporator is:

Wesley J. Pack
2860 Marguerite Drive
Winston-Salem, North Carolina 27106

14th IN WITNESS WHEREOF, I have hereunto set my hand this
day of April, 1980.

Wesley J. Pack
Wesley J. Pack

NORTH CAROLINA)
)
FORSYTH COUNTY)

I, M. Charlyn Logan, a Notary Public of
said County and State, do hereby certify that WESLEY J. PACK, personally
appeared before me this day and acknowledged the due execution of the
foregoing Articles of Incorporation.

WITNESS my hand and notarial seal, this the 14th day of
April, 1980.

M. CHARLYN LOGAN
NOTARY PUBLIC
FORSYTH COUNTY, N. C.

My Commission Expires February 27, 1984
My commission expires:

February 27, 1984

M. Charlyn Logan
Notary Public

PRESENTED FOR
REGISTRATION
AND RECORDED

APR 23 11 14 AM '80

RECEIVED
REGISTRATION
FORSYTH COUNTY, N. C.

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li #5.002.